ORIGINAL

OFFICIAL FILE ILLINOIS COMMERCE COMMISS STATE OF ILLINOIS MOIS COMMERCE COMMISSION

APPLICATION FOR AN ORDER AUTHORIZING THE ISSUANCE OF UP TO 147,260 SHARES OF COMMON STOCK REMAINING THROUGH ITS **EQUITY INCENTIVE AND DEFERRED** COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS IN AN AMOUNT NOT TO EXEED \$5,000,000 PURSUANT TO SECTION 6-102 OF THEE PUBLIC UTILITY ACT.

Docket 04-0634

QUARTERLY REPORT Prepared March 2, 2006

Reference is made to the order entered into on December 21, 2004 in captioned matter. which required that the Petitioner shall make a report to the Commission in accordance with the provisions of 83 Illinois Administration Code 240, as revised, relative to the issuance of common stock pursuant to the terms and provisions of the Equity Incentive and Deferred Compensation Plan.

Petitioner hereby reports:

For the period October 1, 2005 through December 31, 2005, the Petitioner reports that there were no shares issued under the Equity Incentive and Deferred Compensation Plan for Non-Employee Directors with no increase in capital stock. The aggregate number of shares authorized but not issued under Docket 04-0634 remained at 147,260 as of December 31, 2005. MMC

Atmos Energy Corporation

Stephanie Castle

Assistant Treasurer

VERIFICATION STATE OF TEXAS

COUNTY OF DALLAS

SS.

Stephanie Castle, being first duly sworn, on oath deposes and says that she is the Assistant Treasurer of Atmos Energy Corporation, the Petitioner in the foregoing report, and that she has read said Report and knows the contents thereof, and that the same is true to the best of her knowledge, information and belief. Subscribed and sworn to before me this 2nd day of March 2006.

Notary Public, State of Texas

JACKQUELINE MADRID **Notary Public** State of Texas Comm. Expires 12-27-2006